

Pokorny Brian James  
 Form 4/A  
 August 30, 2011

**FORM 4**

**UNITED STATES SECURITIES AND EXCHANGE COMMISSION  
 Washington, D.C. 20549**

OMB APPROVAL

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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES**

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
 Pokorny Brian James

(Last) (First) (Middle)  
 1200 EAST 151ST STREET  
 (Street)

OLATHE, KS 66062

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol  
 GARMIN LTD [GRMN]

3. Date of Earliest Transaction  
 (Month/Day/Year)  
 08/24/2011

4. If Amendment, Date Original Filed(Month/Day/Year)  
 08/26/2011

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

\_\_\_ Director \_\_\_ 10% Owner  
 \_\_\_X\_\_\_ Officer (give title below) \_\_\_ Other (specify below)

Vice President - Operations

6. Individual or Joint/Group Filing(Check Applicable Line)

\_\_\_X\_\_\_ Form filed by One Reporting Person  
 \_\_\_ Form filed by More than One Reporting Person

**Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned**

| 1. Title of Security (Instr. 3) | 2. Transaction Date (Month/Day/Year) | 2A. Deemed Execution Date, if any (Month/Day/Year) | 3. Transaction Code (Instr. 8) | 4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) | 5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4) | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|
|                                 |                                      |  | Code                           | V Amount (A) or (D) Price   |   |  |                                   |
| Common Shares                   | 08/24/2011                           |  | S                              | 2,797 (1) \$ 31.99  | 0   | I  | By spouse                         |
| Common Shares                   |                                      |  |                                |   | 17,545 (2)  | D  |                                   |

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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SEC 1474 (9-02)

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Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

Table with columns: 1. Title of Derivative Security (Instr. 3), 2. Conversion or Exercise Price of Derivative Security, 3. Transaction Date (Month/Day/Year), 3A. Deemed Execution Date, if any (Month/Day/Year), 4. Transaction Code (Instr. 8), 5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5), 6. Date Exercisable and Expiration Date (Month/Day/Year), 7. Title and Amount of Underlying Securities (Instr. 3 and 4), 8. Price of Derivative Security (Instr. 5), 9. Number of Derivative Securities Owned Beneficially (Instr. 6), 10. Derivative Security Underlying Repurchase Transaction (Instr. 7), 11. Amount or Number of Shares.

Reporting Owners

Table with columns: Reporting Owner Name / Address, Relationships (Director, 10% Owner, Officer, Other), Title.

Signatures

Joshua H. Maxfield, Attorney-in-Fact, 08/30/2011, \*\*Signature of Reporting Person, Date

Explanation of Responses:

- \* If the form is filed by more than one reporting person, see Instruction 4(b)(v).
\*\* Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).
(1) In the Form 4 filed by the reporting person on August 26, 2011, the reporting person incorrectly stated that 2,797 shares were sold by the reporting person. In fact, the 2,797 shares were sold by the reporting person's wife. The purpose of this Amendment is to correct the information regarding the seller of the 2,797 shares and to correctly state the numbers of shares owned by the reporting person directly and indirectly following the sale of the 2,797 shares.
(2) The number of shares reported in Column 5 includes: (a) 5,400 unvested shares that were acquired by the reporting person pursuant to an award of 9,000 restricted stock units in December 2008 (the award vests in five equal annual installments beginning in December 2009), (b) 2,664 unvested shares that were acquired by the reporting person pursuant to an award of 3,330 restricted stock units in December 2009 (the award vests in five equal annual installments beginning in December 2010), (c) 3,335 unvested shares that were acquired by the reporting person pursuant to an award of 3,335 restricted stock units in December 2010 (the award vests in five equal annual installments beginning in December 2011), and (d) 321 shares that were acquired in June 2011 for the reporting person's account in the Garmin Ltd. Employee Stock Purchase Plan.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.